

8/23/04

1614

BW/B

Express Mail No.: EV 452 773 032 US

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Application of: Bhagat *et al.*

Confirmation No.: 3712

Application No.: 09/910,950

Group Art Unit: 1614

Filed: July 23, 2001

Examiner: STOCKTON, Laura Lynne

For: INDAZOLE DERIVATIVES AS JNK
INHIBITORS AND COMPOSITIONS
AND METHODS OF USE RELATED
THERETO

Attorney Docket No.: 10624-047-999
(CAM #700755-999046)

**TRANSMITTAL OF POWER OF ATTORNEY BY
ASSIGNEE AND EXCLUSION OF INVENTOR(S)
UNDER 37 C.F.R. § 3.71 WITH STATEMENT UNDER 37 C.F.R. 3.73(b)**

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

Applicants submit herewith a Power of Attorney by Assignee and Exclusion of Inventor(s) under 37 C.F.R. § 3.71 with Statement Under 37 C.F.R. § 3.73(b) executed by Dr. Alan J. Lewis, President, Signal Pharmaceuticals, LLC, the Assignee of the entire interest in the above-identified patent application by way of an Assignment from the inventors in the above-identified application to Signal Pharmaceuticals, LLC (a copy of which is enclosed herewith). Dr. Lewis is authorized to act on behalf of Signal Pharmaceuticals, LLC.

It is estimated that no fee is due in connection with this transmittal. In the event that a fee is required, please charge the required fee to Jones Day Deposit Account No. 50-3013.

Respectfully submitted,

Anthony M. Insogna, Reg. No. 35,203

By: *Michael J. Bruner, Reg. No. 47,458*

By: Michael J. Bruner (Reg. No. 47,458)
For: Anthony M. Insogna (Reg. No. 35,203)
JONES DAY
222 East 41st Street
New York, New York 10017
(858) 314-1130

Date August 20, 2004

POWER OF ATTORNEY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE



Application of: Bhagwat *et al.*

Confirmation No.: 3712

Serial No.: 09/910,950

Art Unit: 1614

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Examiner: STOCKTON, Laura Lynne

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AND COMPOSITIONS AND METHODS OF USE
RELATED THERETO

Attorney Docket No.: 10624-047-999
(CAM #700755-999046)

REVOCATION AND POWER OF ATTORNEY

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

Signal Pharmaceuticals, LLC (assignee) hereby revokes any and all previous powers and appoints:

Practitioners at Customer Number 20583

as its attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

Please direct all correspondence address for the above-identified application to:

The above mentioned Customer Number.

Firm or Individual Name:

Address: Jones Day, 222 East 41st Street, New York, New York 10017

Telephone: (212) 326-3939

Signal Pharmaceuticals, LLC is the:

Applicant/Inventor
 Assignee of record of the entire interest. See 37 CFR 3.71.
(*Statement under 37 CFR 3.73(b) is applicable*)

Statement Under 37 C.F.R. 3.73(b)

Signal Pharmaceuticals, LLC states that it is:

the assignee of the entire right, title, and interest; or
 an assignee of less than the entire right, title and interest.
The extent (by, percentage) of its ownership interest is %

in the patent application identified above by virtue of :

A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

An assignment from: Shripad S. Bhagwat, Yoshitaka Satoh, Steven T. Sakata, Ronald Albers, John Sapienza, Veronique Plantevin, Qi Chao, Kiran Sahasrabudhe and Rachel Ferri To: Signal Pharmaceuticals, Inc., which was recorded in the United States Patent and Trademark Office on March 18, 2002 at Reel/Frame 012692/0030; and an assignment from Chris A. Buhr to Signal Pharmaceuticals, Inc., which was recorded in the United States Patent and Trademark Office on March 15, 2002, at Reel/Frame 012680/0489; and

- the conversion of Signal Pharmaceuticals, Inc. to Signal Pharmaceuticals, LLC as evidenced by a certified copy of a Limited Liability Company Certificate of Amendment and a certified copy of a Limited Liability Company Articles of Organization - Conversion, each of which is attached hereto.
- Additional documents in the chain of title are listed on a supplemental sheet.
- Copies of assignments or other documents in the chain of title are attached.
[Note: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

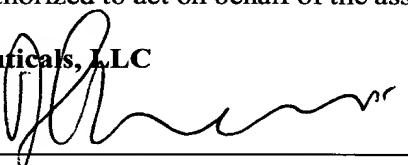
The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

ASSIGNEE: Signal Pharmaceuticals, LLC

Date:

June 2, 2004

Signature:



Typed Name:
Position/Title:

Alan J. Lewis, Ph.D.
President
Signal Pharmaceuticals, LLC

Note: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required.

- Total of 1 form is submitted.



State of California



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAY - 6 2003



Kevin Shelley
Secretary of State

00705421



State of California
Kevin Shelley
Secretary of State

200312210170

File # _____

ENDORSED - FILED
 In the office of the Secretary of State
 of the State of California

APR 28 2003

KEVIN SHELLEY
Secretary of State

LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION - CONVERSION

IMPORTANT — READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

This Space For Filing Use Only

CONVERTED ENTITY INFORMATION

1. NAME OF LIMITED LIABILITY COMPANY

Signal Pharmaceuticals, LLC

2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONLY ONE)

ONE MANAGER MORE THAN ONE MANAGER SINGLE MEMBER LIMITED LIABILITY COMPANY ALL LIMITED LIABILITY COMPANY MEMBERS

4. TYPE OF BUSINESS OF THE LIMITED LIABILITY COMPANY (FOR INFORMATIONAL PURPOSES ONLY)

Biopharmaceutical

5. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE CITY AND STATE ZIP CODE
 4550 Towne Centre Court San Diego, CA 92121

6. CHECK THE APPROPRIATE PROVISION BELOW AND NAME THE AGENT FOR SERVICE OF PROCESS

AN INDIVIDUAL RESIDING IN CALIFORNIA.
 A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO CALIFORNIA CORPORATIONS CODE SECTION 1505.

AGENT'S NAME Alan Lewis

7. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA, IF AN INDIVIDUAL CITY STATE ZIP CODE
 5555 Oberlin Drive San Diego CA 92121

CONVERTING ENTITY INFORMATION

8. NAME OF CONVERTING ENTITY

Signal Pharmaceuticals, Inc.

9. FORM OF ENTITY 10. JURISDICTION 11. CA SECRETARY OF STATE FILE NUMBER, IF ANY
 Corporation California C1825592

12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALLED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING:

NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE

PERCENTAGE VOTE REQUIRED

1,000 shares of common stock

66.67

ADDITIONAL INFORMATION

13. NUMBER OF PAGES ATTACHED, IF ANY: _____ THE ATTACHED PAGES ARE INCORPORATED HEREIN BY THIS REFERENCE.

14. I DECLARE THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

LLC-1A (REV 01/2003)

John W. Jackson Chief Executive Officer
 TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSONRobert J. Hugin, Chief Financial Officer
 TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON Secretary



State of California



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 12 2003



Kevin Shelley
Secretary of State





State of California
Kevin Shelley
Secretary of State

**LIMITED LIABILITY COMPANY
CERTIFICATE OF AMENDMENT**

A \$30.00 filing fee must accompany this form.

IMPORTANT – Read Instructions before completing this form.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 04 2003

KEVIN SHELLEY
Secretary of State

1. SECRETARY OF STATE FILE NUMBER 200312210170	2. NAME OF LIMITED LIABILITY COMPANY Signal Pharmaceuticals, LLC	This Space For Filing Use Only
3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED IF NECESSARY.		

A. LIMITED LIABILITY COMPANY NAME (END THE NAME WITH THE WORDS "LIMITED LIABILITY COMPANY," "LTD. LIABILITY CO." OR THE ABBREVIATIONS "LLC" OR "L.L.C.")

B. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONE):

ONE MANAGER
 MORE THAN ONE MANAGER
 ALL LIMITED LIABILITY COMPANY MEMBER(S)

C. AMENDMENT TO TEXT OF THE ARTICLES OF ORGANIZATION:

D. OTHER MATTERS TO BE INCLUDED IN THIS CERTIFICATE MAY BE SET FORTH ON SEPARATE ATTACHED PAGES AND ARE MADE A PART OF THIS CERTIFICATE. OTHER MATTERS MAY INCLUDE A CHANGE IN THE LATEST DATE ON WHICH THE LIMITED LIABILITY COMPANY IS TO DISSOLVE OR ANY CHANGE IN THE EVENTS THAT WILL CAUSE THE DISSOLUTION.

4. FUTURE EFFECTIVE DATE, IF ANY:

MONTH

DAY

YEAR

5. NUMBER OF PAGES ATTACHED, IF ANY:

6. IT IS HEREBY DECLARED THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

Robert J. Huglin
SIGNATURE OF AUTHORIZED PERSON

member
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

8/26/03
DATE

7. RETURN TO:

NAME Andrew Eitingon
FIRM Proskauer Rose LLP
ADDRESS 2049 Century Park East, Suite 3200
CITY/STATE Los Angeles, California
ZIP CODE 90067





UNITED STATES
PATENT AND
TRADEMARK OFFICE

MAY 13, 2002

PENNIE & EDMONDS LLP
ANTHONY M. INSOGNA
1155 AVENUE OF AMERICAS
NEW YORK, N.Y. 10036-2711

PTAS

2545

Commissioner for Tradem
Arlington, VA 22202-3
www.uspto.gov



102028371A

10604-047

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF
THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS
AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER
REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE
INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA
PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD
FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY
CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.
PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE,
ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY,
SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 03/15/2002

REEL/FRAME: 012680/0489
NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNEE'S INTEREST (SEE DOCUMENT FOR DETAILS).
ASSIGNOR:

BUHR, CHRIS A.

DOC DATE: 03/14/2002

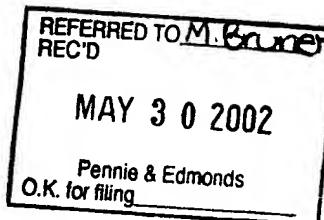
ASSIGNEE:

SIGNAL PHARMACEUTICALS, INC.
5555 OBERLIN DRIVE
SAN DIEGO, CALIFORNIA 92121

SERIAL NUMBER: 09910950
PATENT NUMBER:

FILING DATE: 07/23/2001
ISSUE DATE:

SHARON LATIMER, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS



Express Mail Number: EL 501 742 878 US

03-22-2002
102028371

COVER SHEET
LY

Attorney Docket Number
10624-047-999

TO

U.S. COMMISSIONER OF PATENTS AND TRADEMARKS
Box Assignment
Washington, DC 20231

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Chris A. Buhr

3/15/02

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 14, 2002

2. Name and address of receiving party(ies):

Name: Signal Pharmaceuticals, Inc.

Address: 5555 Oberlin Drive

San Diego, California 92121

Country (if other than USA): _____

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) 09/910,950,
filed July 23, 2001

B. Patent No.(s) _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

PENNIE & EDMONDS LLP
155 Avenue of Americas
New York, N.Y. 10036-2711

6. Number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
Please charge to the deposit account listed in Section 8.

8. Deposit account number:
16-1150

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Anthony M. Insogna
Name of Person Signing

35,203
By Anthony M. Insogna, Esq., No. 35,203

March 15, 2002

Date

Total number of pages including cover sheet:

3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignment
Washington, D.C. 20231

03/21/2002 DBYRNE 00000091 161150 09910950
01 FC:581 40.00 CH

ASSIGNMENT

WHEREAS, WE, Shripad S. Bhagwat, a citizen of the United States, residing at 5015 Ashley Falls Court, San Diego, California 92130; Yoshitaka Satoh, a citizen of Japan, residing at 11460 Larmier Circle, San Diego, California 92131; Steven T. Sakata, a citizen of the United States, residing at 5290 Timber Branch Way, San Diego, California 92130; Christopher Bahr, a citizen of the United States, residing at 355 Belmont Avenue, Redwood City, California 94061; Ronald Albers, a citizen of the United States, residing at 615 Nautilus Street, La Jolla, California 92037; John Sepienza, a citizen of the United States, residing at 1654 Ridge Rock Court, Chula Vista, California 91913; Veronique Plantavie, a citizen of France, residing at 836 West Pennsylvania Avenue Apartment 112, San Diego, California 92103; Qi Chao, a citizen of the United States, residing at 12604 Torrey Bluff Drive Apartment 396, San Diego, California 92130; Kiran Sahasrabudhe, a citizen of India, residing at 9820 Reagan Road Apartment 210, San Diego, California 92126; and Rachel Ferri, a citizen of the United States, residing at 914 Opal Street, San Diego, California 92109; ASSIGNORS, are the inventors of the invention in **INDAZOLE DERIVATIVES AS JNK INHIBITORS AND COMPOSITIONS AND METHODS RELATED THERETO** for which we have executed an application for a Patent of the United States

which is executed on even date herewith or _____
 which is identified by Pennie & Edmonds LLP docket no.
 which was filed on July 23, 2001, as Application No. 09/910,950,

and WHEREAS, Signal Pharmaceuticals, Inc., ASSIGNEE is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof, and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith.

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, We hereunto set our hands and seals the day and year set opposite our respective signatures.

Date <u>3/13/02</u> , 2002	<u>Shripad S. Bhagwat</u>	L.S.
Date <u>3/13/02</u> , 2002	<u>Yoshitaka Satoh</u>	L.S.
Date <u>3/13/02</u> , 2002	<u>Steven T. Sakata</u>	L.S.
Date <u>3/14/02</u> , 2002	<u>Christopher Bahr</u>	L.S.
Date <u>3/13/02</u> , 2002	<u>Ronald Albers</u>	L.S.
Date <u>3/13/02</u> , 2002	<u>John Sepienza</u>	L.S.
Date <u>3/13/02</u> , 2002	<u>Veronique Plantavie</u> VP 03/13/02	L.S.

Date _____, 2002 _____ L.S.

Qi Chao

Date 3/13/02 2002 Kimberly L.S.

Kiran Sahasrabudhe

Page 3 of 3

Rachel Ferri

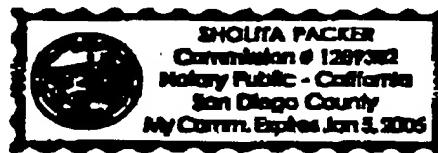
State of CALIFORNIA)
County of San Diego } SS.:)

On March 13, 2002, before me, SHOBITA PAKED, Notary Public,
personally appeared Shripad S. Bhagwat, personally known to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

~~WITNESS~~ my hand and official seal

WITNESS my hand and official seal


State of CALIFORNIA)
- a) SS:

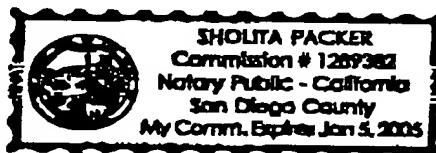


On March 13, 2002, before me, SHOLITA PACKER, Notary Public, personally appeared Yoshitaka Satoh, personally known to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

~~WITNESS my hand and official seal~~

WITNESS my hand and official
Apolle Facker

State of CALIFORNIA)
County of San Diego) SS.:)



On March 13, 2002, before me, SHOLITA PACKER, Notary Public,
personally appeared Steven T. Salota, personally known to me on the basis of satisfactory evidence to be
the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

~~WITNESS my hand and official seal~~

WITNESS my hand and official seal
Swhole Facer

State of California
County of (Los Angeles) SS.:

-chris A. Buehr 3/14/02

On March 14, 2002 before me, Denise Timmer, Notary Public,
personally appeared Christopher Bahr, personally known to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

WITNESS my hand and official seal
Denise Jimenez

